

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK**

In re:

SEARS HOLDINGS CORPORATION, *et al.*,  
  
Debtors.

Chapter 11

Case No. 18-23538 (RDD)

(Jointly Administered)

**[PROPOSED] ORDER GRANTING MOTION FOR LEAVE TO FILE UNDER SEAL**

Upon the *Motion for Leave to File Under Seal* (the “*Motion for Leave*”, Docket No. 5123) filed by creditor Santa Rosa Mall, LLC (“Santa Rosa”), on January 7, 2020, for entry of an order (this “*Order*”) authorizing Santa Rosa redact and file under seal Paragraphs 20-22, 31, 42-43, 64, and 77, Footnote 7 and 9, and **Exhibit X** of the *Motion for an Order Finding the Automatic Stay Inapplicable or, in the Alternative, for Relief from the Automatic Stay and Memorandum in Support Thereof* (the “*Stay Relief Motion*”, Docket No. \_\_\_\_); and the Court having found that it has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and the Court having found that venue of this proceeding and the *Motion for Leave* in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found that Santa Rosa provided appropriate notice of the *Motion for Leave*; and this Court having determined that the legal and factual bases set forth in the *Motion for Leave* establish just cause for the relief granted herein; and upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The *Motion for Leave* is granted as set forth herein.
2. Santa Rosa is authorized to file **Exhibit X** of the *Stay Relief Motion* under seal by providing a copy to the Clerk of the United States Bankruptcy Court located at 300 Quarropas Street, White Plains, NY, along with a copy of this Order in an enveloped marked “TO BE FILED UNDER SEAL.”
3. Santa Rosa is authorized to file a redacted version of the *Stay Relief Motion* on the public docket of this case provided that Santa Rosa redact only Paragraphs 20-22, 31, 42-43, 64, and 77, Footnote 7 and 9, and **Exhibit X** thereto, subject to further order of the Court, pursuant to §§ 105(a) and 107(b) of

the Bankruptcy Code, Fed. R. Bankr. P. 9018, LBR 9018-1, and Paragraph 13 of the *Amended Stipulated Protective Order* (Docket No. 1084).

4. Except upon further order of the Court, the foregoing sealed documents shall remain under seal, and shall not be made available to anyone without the consent of the Debtors, with the exception that unredacted copies of such documents shall be provided to (a) Chambers, (b) the United States Trustee, and (c) any other party in interest as may be ordered by the Court or agreed to by the Debtors.

5. Santa Rosa is authorized to take all actions necessary to effectuate this Order.

6. This Order is without prejudice to the rights of any party in interest, or the United States Trustee, to seek to unseal the sealed documents or any part thereof.

7. Santa Rosa shall contact the Clerk's Office regarding the return or disposition of the sealed documents within 10 days after resolution of the *Stay Relief Motion*. Upon Santa Rosa's failure to do so, the Clerk of the Court is authorized to destroy the sealed documents.

8. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: \_\_\_\_\_, 2020  
White Plains, New York

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HONORABLE ROBERT D. DRAIN  
UNITED STATES BANKRUPTCY JUDGE